

F000000001646



ACCOUNT NO. : 072100000032

REFERENCE : 754052 4350380

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 35.00

FILED
00 JUL 10 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 5, 2000

ORDER TIME : 10:08 AM

ORDER NO. : 754052-015

700003317827--1

CUSTOMER NO: 4350380

CUSTOMER: Ms. Robin Levine
Dorsey & Whitney
Suite 300 South
1001 Pennsylvania Avenue, N.W.
Washington, DC 20004

FOREIGN FILINGS

NAME: SUNGLOBE FIBER SYSTEMS
CORPORATION

 PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

RECEIVED
00 JUL 10 AM 11:34
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Pollye Janisse

FILED

*WIC
Amend
SP
7/13/00*

FILED
00 JUL 10 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 10, 2000

CSC

Attn: Pollye Janisse
Tallahassee, FL

SUBMIT

Please give original
filing date as file date.

SUBJECT: SUNGLOBE FIBER SYSTEMS CORPORATION
Ref. Number: F00000001646

We have received your document for SUNGLOBE FIBER SYSTEMS CORPORATION and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

I am holding the new qualification in my pending file until the name of this corporation has been changed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 600A00037972

RECEIVED
00 JUL 13 AM 11:35
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION TO
FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of corporation as it appears within the records of the Department of State.

SunGlobe Fiber Systems Corporation

2. Incorporated under laws of: **Delaware**
3. Date authorized to do business in Florida: **March 24, 2000**

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changed the name of the corporation, when the change effected under the laws of its jurisdiction of incorporation?

July 6, 2000

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

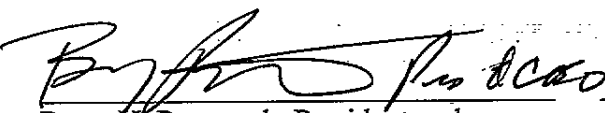
SGFS, INC.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction

N/A


Barry H. Pasternak, President and
Chief Executive Officer

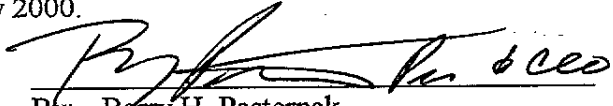
July 7, 2000
Date

FILED
00 JUL 10 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONSENT TO USE OF NAME

SunGlobe Fiber System Corporation, a non-Florida corporation organized under the laws of the State of Nevada, having an effective registered name, hereby consents to the organization-qualification of SunGlobe Fiber Systems Corporation in the state of Florida.

IN WITNESS WHEREOF, the said SunGlobe Fiber Systems Corporation has caused this consent to be executed by its President and Chief Executive Officer and attested under its corporate seal by its Secretary, this 7th day of July 2000.


By: Barry H. Pasternak,
President and Chief Executive Officer

Attest:


Carol Pasternak, Secretary

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SUNGLOBE FIBER SYSTEMS CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "SGFS, INC.", THE SIXTH DAY OF JULY, A.D. 2000, AT 9 O'CLOCK A.M.



3187401 8320

001345409

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

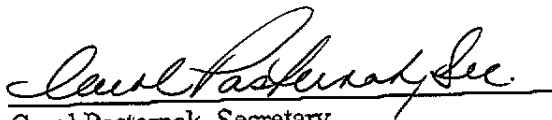
AUTHENTICATION: 0545808

DATE: 07-07-00

Carol Pasternak, Secretary of SGFS, Inc., a corporation duly organized under the laws of the State of Delaware, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted at a special meeting held on this 10th day of July, 2000.

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation adopt the alternate name SGFS, Inc. of Delaware for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporation Act; and

"FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause this corporation to use the said alternate name in the transaction of business in the State of Florida."


Carol Pasternak, Secretary